

**DYKEMA GOSSET PLLC**

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## Ordinary Course Professional for the Debtors and Debtors in Possession

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

In re:

RESIDENTIAL CAPITAL, LLC, et al.,

Debtors.

Case No. 12-12020 (MG)

## Chapter 11

Jointly Administered

**FIRST QUARTERLY FEE APPLICATION OF DYKEMA GOSSETT PLLC FOR  
COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR SERVICES  
RENDERED AS AN ORDINARY COURSE PROFESSIONAL FOR THE DEBTORS  
FOR THE PERIOD OF JUNE 1, 2012 THROUGH AUGUST 31, 2012**

Name of Applicant:

Dykema Gossett PLLC (“**Dykema**”)

Authorized to Provide Professional  
Services to:

Debtors and Debtors in Possession, as ordinary  
course professional

Date of Retention:

*Nunc Pro Tunc* to May 14, 2012 (“**Petition Date**”)

Application Period:

June 1, 2012 through August 31, 2012 (the “**Fee Period**”)

Amount of Compensation Sought:

\$85,772.60 (a total of \$239,439.20 is sought for the Fee Period, but as set forth below, \$150,000 is payable upon approval of the Debtors and without court approval under the OCP Order, as defined below)

Amount of Expense Reimbursement  
Sought:

\$2,192.49

Total Amount of Compensation and Expenses Sought:

\$87,965.09 (fees exceeding the OCP cap plus expenses for the Fee Period)

This is a(n)

☐ Monthly    ☒ Interim    ☐ Final Application



### Summary of Dykema's First Quarter Fees and Expenses

This is the first **quarterly** fee application filed by Dykema in these cases. A summary of the Monthly Fee Statements submitted by Dykema during the Fee Period is as follows:

	<b>Period Covered</b>	<b>Fees Requested</b>	<b>Expenses Requested</b>	<b>Amount of Fees to be Authorized</b>	<b>Amount of Expenses to be Authorized</b>	<b>20% Fee Holdback</b>
	6/1/2012-6/30/2012	\$15,237.00	\$273.23	\$12,189.60	\$273.23	\$3,047.40
	7/1/2012-7/31/2012	\$22,643.75	\$373.16	\$18,115.00	\$373.16	\$4,528.75
	8/1/2012-8/31/2012	\$47,891.85	\$1,546.10	\$38,313.48	\$1,546.10	\$9,578.37
<b>Quarterly Totals</b>	6/1/2012-8/31/2012	\$85,772.60	\$2,192.49	\$68,618.08	\$2,192.49	\$17,154.52

### TIMEKEEPER SUMMARY

The Dykema professionals rendering services in these cases during this Fee Period were:

Name Of Professional	Position	Bar Admit Date	Department	Hourly Billing Rate	Total Billed Hours	Total Compensation
Nadav Ariel	Associate	2009	Litigation	238.50	3.7	882.45
Vasanthan Arunachalam	Legal Specialist		Bus. Svcs.	150.00	0.9	135.00
Richard M. Bendix	Member	1975	Bus. Svcs.	580.00	2	1,160.00
Amanda Bennett	Associate	2008	Litigation	315.00	13.3	4,189.50
Michael J. Blalock	Senior Attorney	2005	Litigation	215.00	3.8	817.00
Stephen C. Borgsdorf	Senior Attorney	2004	Litigation	220.00	80.2	17,644.00
Maureen A. Bracey	Legal Specialist		Real Estate	150.00	3.4	510.00
Catherine Burke	Legal Specialist		Litigation	150.00	12.7	1,905.00
Jennifer Boueri Chilson	Associate	2007	Litigation	205.00	7.2	1,476.00
B. Wayne Creel	Senior Attorney	2003	Litigation	270.00	1.3	351.00
Deborah A. Dettore	Legal Specialist		Litigation	150.00	2.4	360.00
James R. Dougherty	Senior Attorney	2002	Litigation	220.00	2	440.00
Irina V. Frye	Legal Specialist		Litigation	207.00	22.3	4,616.10
John S. Ganz	Associate	2006	Litigation	290.00	12.5	3,625.00
Michael A. Gilman	Senior Attorney	1982	Litigation	355.00	38.8	13,774.00
Richard E. Gottlieb	Member	1986	Litigation	450.00	20.7	9,315.00
Jeffrey E. Jamison	Associate	2006	Litigation	290.00	62.7	18,183.00
Amy R. Jonker	Senior Attorney	2004	Litigation	290.00	23.2	6,728.00
Anna M. Kamps	Legal Specialist		Bus. Svcs.	165.00	1.4	231.00
Andrew J. Kolozsvary	Senior Attorney	2005	Litigation	215.00	14.1	3,031.50
Elisa J. Lintemuth	Associate	2010	Litigation	280.00	1.3	364.00
Matthew Mitchell	Associate	2006	Litigation	250.00	149.2	37,300.00
Brett J. Natarelli	Associate	2008	Litigation	200.00	22.8	4,560.00
Courtney M. Ofosu	Associate	2011	Litigation	225.00	1.7	382.50
Nasseem S. Ramin	Associate	2009	Litigation	240.00	201.6	48,384.00
Margaret J. Rhiew	Staff Attorney	2005	Litigation	215.00	28.9	6,213.50
Haydn J. Richards	Senior Counsel	2002	Reg. Indus.	415.00	2.3	954.50
Sharon A. Salinas	Staff Attorney	1989	Litigation	245.00	2.6	637.00
Daniel J. Schairbaum	Member	1996	Real Estate	315.00	2.3	724.50
Thomas M. Schehr	Member	1997	Litigation	340.00	134.7	45,798.00
Edward W. Somers	Associate	2009	Litigation	220.00	64.1	14,102.00
Thomas H. Trapnell	Associate	2009	Litigation	220.00	31.4	6,908.00
Aaron L. Vorce	Senior Attorney	2005	Litigation	215.00	58.7	12,620.50
Jill M. Wheaton	Member	1991	Litigation	330.00	6.3	2,079.00
M. Catherine Wilcox	Associate	2009	Reg. Indus.	280.00	0.5	140.00

Name Of Professional	Position	Bar Admit Date	Department	Hourly Billing Rate	Total Billed Hours	Total Compensation
Dawn Williams	Associate	2008	Litigation	148.50	7.1	1,054.35
<b>Total</b>					<b>1,044.10</b>	<b>\$271,595.40</b>
				<b>Blended Rate</b>		<b>\$260.12</b>

### SUMMARY OF REQUESTED COMPENSATION BY CASE

***Invoices already paid or authorized to be paid pursuant to \$50,000 Monthly OCP Limit:***

Case Name/File Number	Total Hours	Total Fees	Total Costs	Total Requested
086797-0104 Lio v. Damolaris 6/2012	1.3	461.50	0.00	0.00
086797-0104 Lio v. Damolaris 7/2012	0.1	35.50	0.00	0.00
086797-0104 Lio v. Damolaris 8/2012	3.9	1,381.50	0.00	0.00
086797-0138 Alabi v. Homecoming 5/2012	1.8	489.90	0.00	0.00
086797-0138 Alabi v. Homecoming 8/2012	2.4	704.00	0.00	0.00
086797-0142 Sayah 192 S. Addison 5/2012	2.0	569.90	0.00	0.00
086797-0142 Sayah 192 S. Addison 6/2012	1.2	306.00	0.00	0.00
086797-0142 Sayah 192 S. Addison 7/2012	2.8	675.00	0.00	0.00
086797-0142 Sayah 192 S. Addison 8/2012	0.2	30.00	0.00	0.00
086797-0145 Sayah 195 S. Woodd 5/2012	0.7	144.90	0.00	0.00
086797-0145 Sayah 195 S. Woodd 6/2012	1.0	220.00	0.00	0.00
086797-0145 Sayah 195 S. Woodd 7/2012	0.9	180.00	0.00	0.00
086797-0146 Sayah 4n695 Church 5/2012	0.7	144.90	0.00	0.00
086797-0146 Sayah 4n695 Church 6/2012	1.1	235.00	0.00	0.00
086797-0146 Sayah 4n695 Church 7/2012	1.0	200.00	8.88	0.00
086797-0150 The Bank Of New York 6/2012	0.2	30.00	0.00	0.00
086797-0164 Baird, Bonnie 5/2012	0.4	0.00	140.00	0.00
086797-0165 Allen v. GMAC Mort 5/2012	7.1	1,486.10	26.00	0.00
086797-0165 Allen v. GMAC Mort 6/2012	4.3	682.20	42.00	0.00
086797-0165 Allen v. GMAC Mort 7/2012	3.7	653.00	0.00	0.00
086797-0165 Allen v. GMAC Mort 8/2012	4.2	624.15	60.19	0.00
086797-0184 William Hutton 5/2012	0.7	215.00	0.00	0.00
086797-0184 William Hutton 6/2012	0.1	25.00	0.00	0.00
086797-0184 William Hutton 7/2012	8.8	2,254.00	0.00	0.00
086797-0184 William Hutton 8/2012	0.2	50.00	0.00	0.00
086797-0192 Jenetta Polk 7/2012	1.5	532.50	0.00	0.00
086797-0192 Jenetta Polk 8/2012	0.5	177.50	0.00	0.00
086797-0194 Davis vs. GMAC 5/2012	0.1	0.00	25.00	0.00
086797-0194 Davis vs. GMAC 6/2012	1.0	250.00	0.00	0.00
086797-0194 Davis vs. GMAC 7/2012	1.6	400.00	11.00	0.00

Case Name/File Number	Total Hours	Total Fees	Total Costs	Total Requested
086797-0194 Davis vs. GMAC 8/2012	3.3	825.00	21.63	0.00
086797-0210 Universal v. GMAC 5/2012	1.3	439.50	0.00	0.00
086797-0210 Universal v. GMAC 7/2012	0.2	30.00	0.00	0.00
086797-0217 Sandra Mullen 5/2012	1.0	262.00	0.00	0.00
086797-0217 Sandra Mullen 6/2012	0.8	209.50	0.00	0.00
086797-0217 Sandra Mullen 7/2012	1.5	322.50	0.00	0.00
086797-0225 Mangray, Vickash 6/2012	1.8	449.60	0.00	0.00
086797-0225 Mangray, Vickash 7/2012	5.8	1,668.85	25.00	0.00
086797-0225 Mangray, Vickash 8/2012	21.9	4,569.60	412.00	0.00
086797-0227 Maxine Carthan-Rag 5/2012	3.7	936.40	0.00	0.00
086797-0227 Maxine Carthan-Rag 7/2012	6.0	1,706.80	0.00	0.00
086797-0227 Maxine Carthan-Rag 8/2012	18.4	5,771.00	84.00	0.00
086797-0229 Aaron Richard 5/2012	0.7	132.00	0.00	0.00
086797-0231 Howie v. GMAC 5/2012	0.2	43.00	0.00	0.00
086797-0231 Howie v. GMAC 7/2012	1.8	612.00	37.00	0.00
086797-0236 Phelan, Mary v. GMAC 5/2012	3.2	704.00	18.00	0.00
086797-0236 Phelan, Mary v. GMAC 6/2012	14.5	3,529.00	0.00	0.00
086797-0236 Phelan, Mary v. GMAC 7/2012	0.9	243.00	0.00	0.00
086797-0236 Phelan, Mary v. GMAC 8/2012	0.8	200.00	0.00	0.00
086797-0237 Trademark Properties 5/2012	0.2	29.52	16.48	0.00
086797-0237 Trademark Properties 6/2012	27.4	8,034.00	0.00	0.00
086797-0237 Trademark Properties 7/2012	4.3	1,242.00	28.84	0.00
086797-0237 Trademark Properties 8/2012	9.2	2,391.00	0.00	0.00
086797-0239 Williams, Wendell 5/2012	0.3	69.00	0.00	0.00
086797-0239 Williams, Wendell 6/2012	1.7	468.00	12.00	0.00
086797-0239 Williams, Wendell 7/2012	15.3	3,975.00	29.87	0.00
086797-0239 Williams, Wendell 8/2012	14.5	4,388.00	5.15	0.00
086797-0240 Conlin, Michael 7/2012	0.4	111.00	0.00	0.00
086797-0240 Conlin, Michael 8/2012	3.2	713.00	0.00	0.00
086797-0241 Szalay, Mike 05/2012	11.3	2,830.40	0.00	0.00
086797-0241 Szalay, Mike 07/2012	7.0	1,820.00	53.96	0.00
086797-0241 Szalay, Mike 08/2012	10	2,344.00	26.80	0.00
086797-0242 Detroit Golf Club 7/2012	1.4	363.13	6.87	0.00
086797-0242 Detroit Golf Club 8/2012	1.6	388.00	0.00	0.00
086797-0243 Florence Thicklin 7/2012	3.2	704.00	0.00	0.00
086797-0243 Florence Thicklin 8/2012	11.9	2,802.00	0.00	0.00
086797-0244 Lavoy, Suzy 5/2012	0.5	110.00	0.00	0.00
086797-0244 Lavoy, Suzy 7/2012	3.5	818.00	95.68	0.00
086797-0244 Lavoy, Suzy 8/2012	0.4	88.00	0.00	0.00
086797-0247 Igor Brener 5/2012	2.3	492.00	38.00	0.00

Case Name/File Number	Total Hours	Total Fees	Total Costs	Total Requested
086797-0247 Igor Brener 6/2012	2.6	572.00	21.00	0.00
086797-0247 Igor Brener 7/2012	0.2	30.00	0.00	0.00
086797-0247 Igor Brener 8/2012	3.8	822.00	0.00	0.00
086797-0249 GMAC Mortgage v. Coleman 5/2012	2.2	507.00	0.00	0.00
086797-0249 GMAC Mortgage v. Coleman 6/2012	0.3	45.00	0.00	0.00
086797-0249 GMAC Mortgage v. Coleman 7/2012	15.3	4,672.00	26.00	0.00
086797-0249 GMAC Mortgage v. Coleman 8/2012	23.7	5,616.00	26.00	0.00
086797-0250 Charles Kerr 5/2012	10.5	2,300.00	0.00	0.00
086797-0250 Charles Kerr 7/2012	0.9	180.00	0.00	0.00
086797-0250 Charles Kerr 8/2012	16.9	4,181.60	54.66	0.00
086797-0251 Mitchell, Mark 05/2012	0.1	23.00	0.00	0.00
086797-0252 BONY V Huitron 6/2012	7.9	2,106.20	26.00	0.00
086797-0252 BONY V Huitron 7/2012	0.8	181.60	21.00	0.00
086797-0254 E-Trade 7/2012	0.1	35.50	0.00	0.00
086797-0254 E-Trade 8/2012	0.2	71.00	0.00	0.00
086797-0255 Us Bank v Sandahl 5/2012	0.4	132.00	0.00	0.00
086797-0255 Us Bank v Sandahl 6/2012	3.8	1,102.00	0.00	0.00
086797-0255 Us Bank v Sandahl 7/2012	9.6	2,909.50	0.00	0.00
086797-0256 Conway 6/2012	19.3	4,349.50	0.00	0.00
086797-0256 Conway 7/2012	5.5	1,215.00	32.50	0.00
086797-0257 Greentree Service 05/2012	1.0	266.00	0.00	0.00
086797-0257 Greentree Service 07/2012	0.2	44.00	10.00	0.00
086797-0259 Michelle Dingess 5/2012	1.6	440.00	0.00	0.00
086797-0260 Truckey, Timothy 05/2012	1.5	304.65	0.00	0.00
086797-0261 Doty, Mark 06/2012	0.1	23.00	14.05	0.00
086797-0261 Doty, Mark 07/2012	0.8	184.00	0.00	0.00
086797-0261 Doty, Mark 08/2012	1.3	343.00	14.05	0.00
086797-0263 Us Bank v Ellis 06/2012	0.4	88.00	0.00	0.00
086797-0263 Us Bank v Ellis 07/2012	1.5	309.00	0.00	0.00
086797-0263 Us Bank v Ellis 08/2012	7.3	1,606.00	0.00	0.00
086797-0264 Deutsche Bank v Connolly 5/2012	2.7	708.00	26.80	0.00
086797-0264 Deutsche Bank v Connolly 6/2012	23.9	6,443.32	496.72	0.00
086797-0264 Deutsche Bank v Connolly 7/2012	23.7	7,288.00	0.00	0.00
086797-0265 Carroll, David 06/2012	2.3	64.50	0.00	0.00
086797-0265 Carroll, David 07/2012	0.3	494.50	26.00	0.00
086797-0265 Carroll, David 08/2012	3.5	804.50	26.00	0.00
086797-0266 Mason, Teresa 6/2012	1.4	356.00	0.00	0.00
086797-0266 Mason, Teresa 7/2012	7.1	1,682.00	0.00	0.00
086797-0267 Bank Of New York vs. Corey Messner 7/2012	4.0	743.18	181.78	0.00

Case Name/File Number	Total Hours	Total Fees	Total Costs	Total Requested
086797-0268 Sweeney, Brian 05/2012	2.8	629.50	8.87	0.00
086797-0269 Rodriguez, Juana 06/2012	0.1	25.00	8.24	0.00
086797-0269 Rodriguez, Juana 07/2012	1.4	310.00	8.24	0.00
086797-0271 Adams, Robert 5/2012	17	4,199.00	0.00	0.00
086797-0271 Adams, Robert 6/2012	4.4	1,118.00	16.48	0.00
086797-0271 Adams, Robert 7/2012	1	200.61	39.75	0.00
086797-0272 Okopski, Dennis 06/2012	1.1	288.00	0.00	0.00
086797-0272 Okopski, Dennis 07/2012	0.3	66.00	0.00	0.00
086797-0272 Okopski, Dennis 08/2012	0.2	44.00	0.00	0.00
086797-0273 Scola, Frank 6/2012	5.3	1,213.25	25.93	0.00
086797-0273 Scola, Frank 7/2012	5.7	1,333.00	0.00	0.00
086797-0275 Hogan-Knox, Donna 5/2012	7.7	1,936.00	20.00	0.00
086797-0275 Hogan-Knox, Donna 6/2012	4.6	1,080.00	0.00	0.00
086797-0276 James, Sharette 6/2012	0.3	67.62	1.38	0.00
086797-0277 Rigoberto P. Rosales 06/2012	2.3	549.40	21.00	0.00
086797-0277 Rigoberto P. Rosales 07/2012	8.0	1,886.50	0.00	0.00
086797-0278 Chapman, Melvin 6/2012	8.3	1,958.00	0.00	0.00
086797-0278 Chapman, Melvin 7/2012	0.1	22.00	28.84	0.00
086797-0279 Byrd, Billy 05/2012	6.0	1,626.00	0.00	0.00
086797-0279 Byrd, Billy 06/2012	16.8	4,681.00	350.00	0.00
086797-0280 Flood, Patrick 06/2012	4.3	1,174.00	8.00	0.00
086797-0280 Flood, Patrick 07/2012	7.1	1,859.00	62.00	0.00
086797-0280 Flood, Patrick 08/2012	11.1	2,683.65	16.00	0.00
086797-0281 Roach, Stephen 6/2012	9.0	2,257.00	0.00	0.00
086797-0281 Roach, Stephen 7/2012	8.9	2,386.02	32.96	0.00
086797-0282 Fmma V Ajrouche 6/2012	1.0	277.50	0.00	0.00
086797-0282 Fmma V Ajrouche 7/2012	0.5	107.50	7.00	0.00
086797-0283 Miller, Mark 7/2012	0.4	114.00	0.00	0.00
086797-0284 Sylvester, Veronica 7/2012	8.4	2,136.00	8.24	0.00
086797-0285 Gleason, Erin 7/2012	26.3	6,022.00	50.00	0.00
086797-0286 Quiroz, Raymond 7/2012	0.5	137.00	0.00	0.00
086797-0287 Alain Mejia 7/2012	6.7	1,943.00	76.00	0.00
086797-0289 Stonegate v. Hongermeier 7/2012	4.9	1,547.00	0.00	0.00
086797-0290 Fnma vs. Edna M. Jacobs 7/2012	31.7	7,819.00	32.31	0.00
086797-0291 Siegel, Eric 07/2012	14.8	3,550.00	34.84	0.00
<b>Total Fees &amp; Expenses Paid or Authorized To Date</b>		<b>\$180,479.45</b>	<b>\$3,082.99</b>	



**Invoices *not paid*—Approval Being Requested By Court:**

<b>Case Name/File Number</b>	<b>Total Hours</b>	<b>Total Fees</b>	<b>Total Costs</b>	<b>Total Requested</b>
086797-0177 Haidar-Ahmad 6/2012	0.3	99.00	0.00	99.00
086797-0177 Haidar-Ahmad 7/2012	5.7	1,392.00	17.31	1,409.31
086797-0177 Haidar-Ahmad 8/2012	3.2	656.00	0.00	656.00
086797-0182 Bank Of America v. Feldman 6/2012	0.7	235.00	0.00	235.00
086797-0182 Bank Of America v. Feldman 7/2012		0.00	27.75	27.75
086797-0191 Yaldo 7/2012		0.00	35.00	35.00
086797-0200 Norris Group 6/2012		0.00	17.68	17.68
086797-0227 Maxine Carthan-Rag 6/2012	28.4	7,957.80	43.77	8,001.57
086797-0231 Howie v. GMAC 6/2012	2.0	655.00	28.66	683.66
086797-0238 Adams, Robert 7/2012	3.4	754.00	112.09	866.09
086797-0240 Conlin, Michael 6/2012	0.2	68.00	0.00	68.00
086797-0241 Szalay, Mike 06/2012	0.8	192.00	85.00	277.00
086797-0242 Detroit Golf Club 6/2012	1.1	293.00	0.00	293.00
086797-0242 Detroit Golf Club 7/2012	2.3	575.00	0.00	575.00
086797-0244 Lavoy, Suzy 6/2012	11.2	2,596.00	0.00	2,596.00
086797-0247 Igor Brener 7/2012	6.9	1,196.00	0.00	1,196.00
086797-0252 BONY V Huitron 7/2012	1.9	576.00	0.00	576.00
086797-0252 BONY V Huitron 8/2012	3.1	933.50	0.00	933.50
086797-0252 Us Bank v Sandahl 8/2012	0.4	142.00	0.00	142.00
086797-0256 Conway 7/2012	15.7	3,031.50	0.00	3,031.50
086797-0256 Conway 8/2012	2.0	455.00	0.00	455.00
086797-0257 Greentree Service 06/2012	0.3	66.00	16.24	82.24
086797-0258 GMAC Mortgage, Llc - Loss Mitigation Project 6/2012	0.6	249.00	0.00	249.00
086797-0258 GMAC Mortgage, Llc - Loss Mitigation Project 7/2012	1.7	705.50	0.00	705.50
086797-0259 Michelle Dingess 6/2012	4.7	1,175.00	1.77	1,176.77
086797-0259 Michelle Dingess 8/2012	0.2	50.00	0.00	50.00
086797-0263 Us Bank v Ellis 08/2012	31.8	6,934.20	26.00	6,960.20
086797-0264 Deutsche Bank v Connolly 8/2012	28.5	8,940.00	439.82	9,379.82
086797-0266 Mason, Teresa 7/2012		0.00	224.00	224.00
086797-0266 Mason, Teresa 8/2012	2.9	662.00	0.00	662.00
086797-0267 Bank Of New York vs. Corey Messner 6/2012	2.2	599.00	12.39	611.39
086797-0267 Bank Of New York vs. Corey Messner 7/2012	9.4	2,116.00	0.00	2,116.00
086797-0267 Bank Of New York vs. Corey Messner 8/2012	3.3	774.00	344.96	1,118.96
086797-0268 Sweeney, Brian 8/2012	0.4	86.00	0.00	86.00
086797-0269 Rodriguez, Juana 07/2012	1.4	390.00	0.00	390.00
086797-0269 Rodriguez, Juana 08/2012	0.9	225.00	0.00	225.00

Case Name/File Number	Total Hours	Total Fees	Total Costs	Total Requested
086797-0270 Lindsay, Mark 6/2012		0.00	35.05	35.05
086797-0271 Adams, Robert 8/2012	0.6	150.00	0.00	150.00
086797-0273 Scola, Frank 7/2012		0.00	48.77	48.77
086797-0275 Hogan-Knox, Donna 7/2012	0.1	24.00	7.00	31.00
086797-0276 James, Sharette 6/2012	2.8	672.00	20.00	692.00
086797-0276 James, Sharette 7/2012	0.1	24.00	19.00	43.00
086797-0276 James, Sharette 8/2012		0.00	150.00	150.00
086797-0277 Rigoberto P. Rosales 07/2012	2.9	816.10	0.00	816.10
086797-0277 Rigoberto P. Rosales 08/2012	1.7	424.00	0.00	424.00
086797-0279 Byrd, Billy 07/2012	0.1	25.00	0.00	25.00
086797-0279 Byrd, Billy 08/2012	0.1	25.00	25.72	50.72
086797-0281 Roach, Stephen 8/2012	5.2	1,248.00	1.77	1,249.77
086797-0282 Fmma V Ajrouche 8/2012	9.5	2,067.50	0.00	2,067.50
086797-0284 Sylvester, Veronica 8/2012	1.9	493.00	14.20	507.20
086797-0285 Gleason, Erin 8/2012	1.0	268.00	0.00	268.00
086797-0287 Alain Mejia 8/2012	19.1	5,603.00	0.00	5,603.00
086797-0288 Wallace, Linda v. GMAC, Et Al 7/2012	18	4,710.00	7.00	4,717.00
086797-0288 Wallace, Linda v. GMAC, Et Al 8/2012	4.5	1,120.00	373.48	1,493.48
086797-0289 Stonegate v. Hongermeier 8/2012	11.7	4,239.00	26.00	4,265.00
086797-0290 Fnma vs. Edna M. Jacobs 8/2012	8.2	1,988.00	0.00	1,988.00
086797-0291 Siegel, Eric 08/2012	7.7	1,925.00	0.00	1,925.00
086797-0292 Hoover, Ruth For Estate Of Thomas Bronco 8/2012	16.8	4,333.50	0.00	4,333.50
086797-0293 Morales, Gabriel And Selenia 8/2012	5.9	1,476.00	0.00	1,476.00
086797-0294 Davis, Jeffrey M. 8/2012	9.9	2,475.00	0.00	2,475.00
086797-0295 Kendall, James And Lisa 8/2012	18.0	3,970.00	32.06	4,002.06
086797-0296 Little, Hilary Ann 8/2012	11.7	2,918.00	0.00	2,918.00
<b>Total Fees &amp; Expenses Requested</b>		<b>\$85,772.60</b>	<b>\$2,192.49</b>	<b>\$87,965.09</b>

### EXPENSE SUMMARY

Expense Category	Total Expenses
Court Fees	1,477.75
Federal Express	74.14
Messenger Services	640.60
<b>Total</b>	<b>\$2,192.49</b>

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Jeffrey R. Fine, Esq.

*Ordinary Course Professional for the Debtors  
and Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

-----	)	
In re:	)	Case No. 12-12020 (MG)
	)	
RESIDENTIAL CAPITAL, LLC, <u>et al.</u> ,	)	Chapter 11
	)	
Debtors.	)	Jointly Administered
-----	)	

**FIRST QUARTERLY FEE APPLICATION OF DYKEMA GOSSETT PLLC FOR  
COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR SERVICES  
RENDERED AS AN ORDINARY COURSE PROFESSIONAL FOR THE DEBTORS  
FOR THE PERIOD OF JUNE 1, 2012 THROUGH AUGUST 31, 2012**

By this application (the “Application”) pursuant to sections 327, 330 and 331 of title 11 of the United States Code (the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), Rule 2016-1 of the Local Rules of the United States Bankruptcy Court for the Southern District of New York (the “Local Rules”), the Order Under Bankruptcy Code Sections 105(a), 327 and 330 and Bankruptcy Rule 2014 Authorizing Employment and Payment of Professionals Utilized in Ordinary Course of Business *Nunc Pro Tunc* to the Petition Date [Docket No. 799], dated July 17, 2012 (the “OCP Order”), Dykema Gossett PLLC (“Dykema”), an ordinary course professional for the above-captioned debtors (the “Debtors”), hereby seeks reasonable compensation for professional legal services in the amount of **\$85,772.60** (Dykema’s fees for the Fee Period totaled \$239,439.20, but, because under the

OCP Order, \$50,000/month is payable by the Debtors upon the Debtors' approval without Court approval, Dykema seeks approval of the \$85,772.60 of fees that exceed the OCP Order's \$50,000 monthly cap), together with reimbursement for actual and necessary expenses incurred in the amount of **\$2,192.49** for the period June 1, 2012 through August 31, 2012 (the "Fee Period"). In support of this Application, Dykema respectfully represents as follows:

## **I. JURISDICTION**

1. This Court has subject matter jurisdiction to consider and determine this matter pursuant to 28 U.S.C. § 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b). Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

2. This Application has been prepared by Dykema in accordance with the Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases adopted by the Court on November 25, 2009 (the "Local Guidelines"), the United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses filed under 11 U.S.C. § 330, adopted on January 30, 1996 (the "UST Guidelines"), and the OCP Order. Pursuant to the Local Guidelines, a certification regarding compliance with same is attached hereto as **Exhibit 1**.

3. The statutory predicates for the relief requested herein are sections 330 and 331 of the Bankruptcy Code. The relief requested herein is also appropriate under the orders entered by the Court in the above-captioned cases.

## **II. BACKGROUND**

4. On May 14, 2012 (the "Petition Date"), each of the Debtors filed a voluntary petition with the Court for relief under Chapter 11 of the Bankruptcy Code. The Debtors are managing and operating their businesses as debtors in possession pursuant to Bankruptcy Code

sections 1107(a) and 1108. These cases are being jointly administered pursuant to Bankruptcy Rule 1015(b). No trustee has been appointed in these Chapter 11 cases.

5. On May 16, 2012, the United States Trustee for the Southern District of New York (the “U.S. Trustee”) appointed a nine-member official committee of unsecured creditors (the “Creditors’ Committee”).

6. On June 20, 2012, the Court directed that an examiner be appointed [Docket No. 454], and on July 3, 2012, the Court approved Arthur J. Gonzalez as the examiner [Docket No. 674].

7. The Debtors are a leading residential real estate finance company indirectly owned by Ally Financial Inc. (“AFI”), which is not a Debtor. The Debtors and their non-debtor affiliates operate the fifth largest mortgage servicing business and the tenth largest mortgage origination business in the United States. A more detailed description of the Debtors, including their business operations, their capital and debt structure, and the events leading to the filing of these bankruptcy cases, is set forth in the Whitlinger Affidavit.

8. On August 7, 2012, pursuant to paragraph 3(b) of the OCP Order, the Debtors filed the Affidavit of Disinterestedness sworn to by Jeffrey R. Fine, a partner of Dykema, on August 2, 2012 (the “Fine Affidavit”), along with the accompanying Retention Questionnaire [Docket No. 1035]. Pursuant to the Fine Affidavit, the Debtors sought to retain Dykema as an ordinary course professional under the OCP Order to provide legal services to the Debtors, including the cases listed in the preceding summary and in the invoices attached to this Application as Exhibit 4, *nunc pro tunc* to the Petition Date. Because no objections to the employment of Dykema as an ordinary course professional were filed, under the OCP Order, the retention of Dykema was deemed approved on May 14, 2012.

9. Pursuant to paragraph 3(c) of the OCP Order, the Debtors may pay Dykema without prior application to the Court 100% of its fees and disbursements incurred, upon submission to, and approval by, the Debtors of invoices setting forth in reasonable detail the nature of the services rendered and disbursements actually incurred up to \$50,000 per month (the “OCP Monthly Limit”). Dykema submitted invoices for its fees and expenses for May 14 – 31, 2012, June 2012, July 2012 and August 2012, each invoice seeking less than OCP monthly limit.

10. Paragraph 3(c) of the OCP Order also provides that if an ordinary course professional’s monthly invoice exceeds the OCP Monthly Limit, then payments to such ordinary course professional for any such excess amounts shall be subject to the prior approval of the Court in accordance with sections 330 and 331 of the Bankruptcy Code as well as the applicable provisions of the Bankruptcy Rules and the Local Rules.

### **III. RELIEF REQUESTED**

11. Paragraph 3(c) of the OCP Order requires an OCP to file a quarterly fee application for approval of fees in any month in which the OCP seeks fees and expenses in an amount greater than \$50,000. During the Fee Period, Dykema continuously rendered services on behalf of the Debtors totaling **1,044.10** hours of professional time, for an average hourly rate of approximately **\$260.12** for legal services rendered to the Debtors in numerous litigation matters pending around the nation. The total sum due to Dykema for professional services rendered on behalf of the Debtors during the Fee Period is \$239,439.20. By this Application, Dykema is seeking Court approval and allowance of **\$85,772.60** of this total. All services for which Dykema requests compensation were performed for, or on behalf of, the Debtors.

12. This Application is the first application filed by Dykema in these chapter 11 cases. In connection with the professional services rendered, by this Application Dykema seeks approval for interim compensation in the amount of \$85,772.60, and reimbursement of expenses

in the amount of \$2,192.49 for a total of **\$87,965.09**. Per the OCP Order, Dykema has submitted invoices to the Debtors for payment of the OCP Monthly Limit for those three months.

13. The invoices that comprise the Fee Period are attached hereto as **Exhibit 4**. The invoices contain a detailed statement of hours spent rendering legal services to the Debtors in support of Dykema's request of compensation for fees incurred during the Fee Period. Due to privilege and confidentiality, certain time entries have been redacted. The Debtors were provided an unredacted version of the invoice. The monthly fee invoices contained in Exhibit 4 (i) identify the professionals who rendered services, (ii) describe each service such professional or paraprofessional performed; and (iii) set forth the number of hours in increments of one-tenth of an hour spent by each individual providing the services. Dykema maintains computerized records of the time spent by all Dykema professionals in connection with its representation of the Debtors. The rates described in the invoices contained in Exhibit 4 are Dykema's customary hourly rates for services of this type.

14. The cover sheet to this Application provides information regarding Dykema's billing attorneys and legal specialists and a summary of the hours and services rendered by each attorney and legal specialist and the hourly rates of each individual during the Fee Period.

15. The rates charged by Dykema for services rendered by attorneys and legal specialists in this case are the same as rates charged by Dykema attorneys and legal specialists on similar matters, without considering the size and degree of responsibility, difficulty, complexity, and results achieved.

16. In accordance with the factors enumerated in section 330 of the Bankruptcy Code, the amount of fees requested is fair and reasonable given: (i) the complexity of these cases; (ii) the time expended; (iii) the nature and extent of the services rendered; (iv) the value of such

services; and (v) the costs of comparable services other than in a case under the Bankruptcy Code. See e.g., In re Borders Group, Inc., 456 B.R. 195, 211 (Bankr. S.D.N.Y. 2011); In re Mesa Air Group, Inc., 449 B.R. 441, 444 (Bankr. S.D.N.Y. 2011); In re Moss, 320 B.R. 143, 156-57 (Bankr. E.D. Mich. 2005); In re Ray, 314 B.R. 643, 662-63 (Bankr. M.D. Tenn. 2004).

17. It is Dykema's policy to charge its clients in all areas of practice the amounts incurred by Dykema for identifiable, non-overhead expenses incurred in connection with the client's case that would not have been incurred except for representation of that particular client. Examples of such expenses are postage, overnight mail, courier delivery, computer assisted legal research, photocopying, out-going facsimile transmissions, local transportation and secretarial overtime.

18. Although every effort has been made to include all fees and expenses incurred during the Fee Period, some fees and expenses might not be included in this Application due to delays caused by accounting during the Fee Period. Dykema reserves the right to make further application to this Court for allowance of such fees and expenses not contained herein. Subsequent fees will be filed in accordance with the Bankruptcy Code, Bankruptcy Rules, Local Rules, and the OCP Order.

#### **IV. CONCLUSION**

19. By this Application, Dykema requests allowance and payment of fees and expenses for services performed in June 2012, July 2012 and August 2012 in the total amount of \$87,965.09, representing the difference between the OCP Monthly Limits, which amounts have been approved by the Debtors and do not require Court approval in order to be paid, and total fees of \$239,439.20, plus \$2,192.49 for actual and necessary costs and expenses.



**V. NOTICE**

20. The Debtors have provided notice of this Motion in accordance with the Case Management Procedures Order, approved by this Court on May 23, 2012 [Docket No. 141].

**WHEREFORE**, Dykema respectfully requests the entry of an order (a) allowing an administrative expense claim for Dykema's compensation and reimbursement for its fees and expenses incurred during the Fee Period, (b) authorizing and directing payment of such amounts and (c) granting such other and further relief as is just and proper.

Dated: New York, New York  
November 26, 2012

**DYKEMA GOSSETT PLLC**

By: /s/ Jeffrey R. Fine  
Jeffrey R. Fine

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